MARVEL
SPIDER-WOMAN
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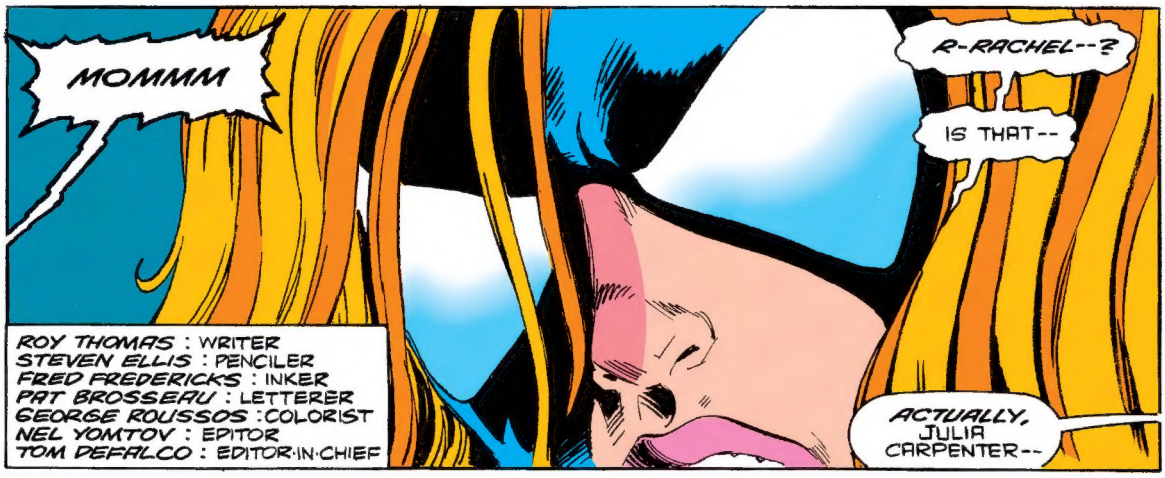
APPROVED BY THE COMICS CODE AUTHORITY
THE SHOCKING CONCLUSION TO SPI'S SHOWDOWN FINALE WITH DEATHWEB!
GIVIS / FREDERICKS



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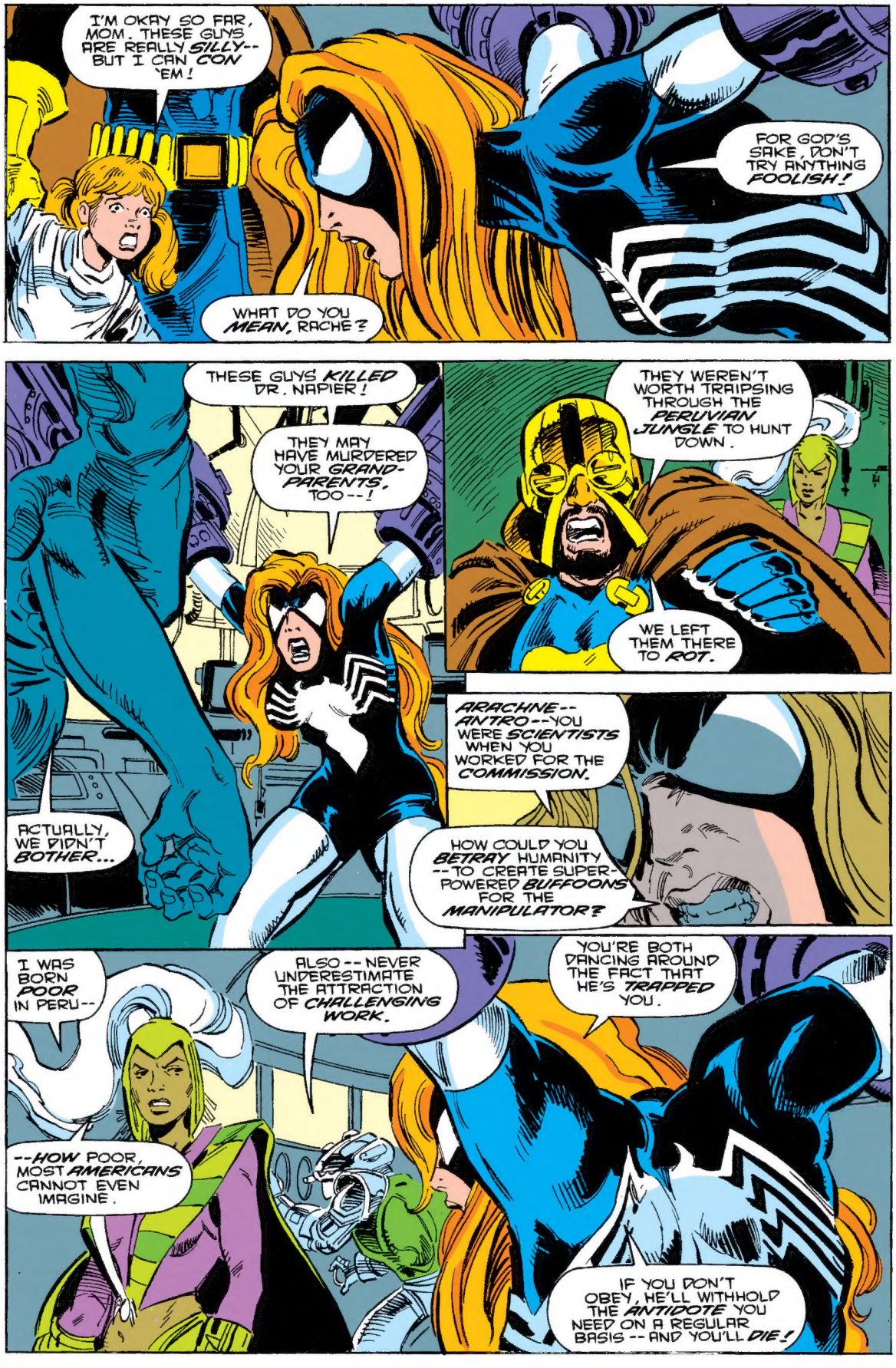
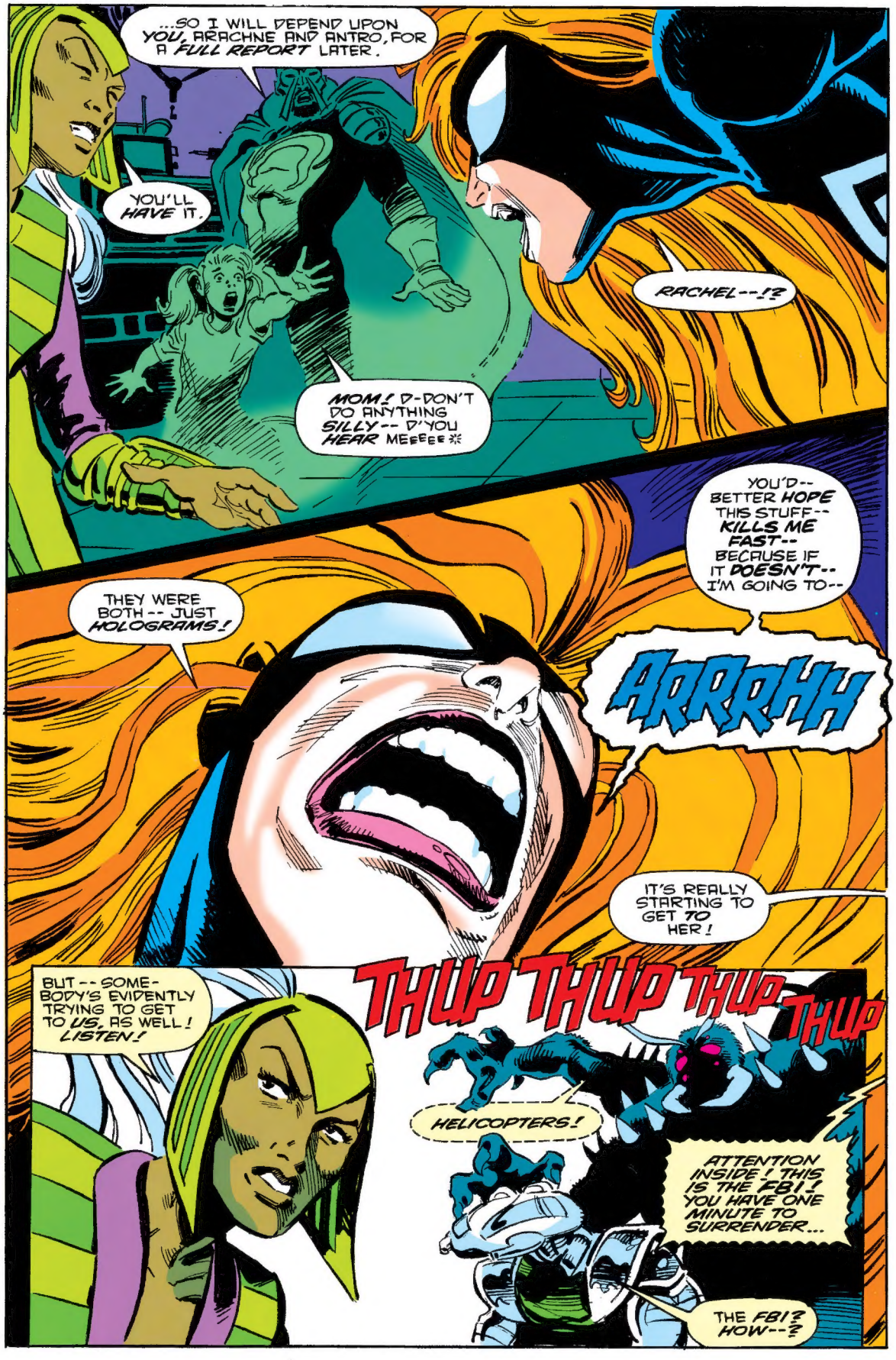
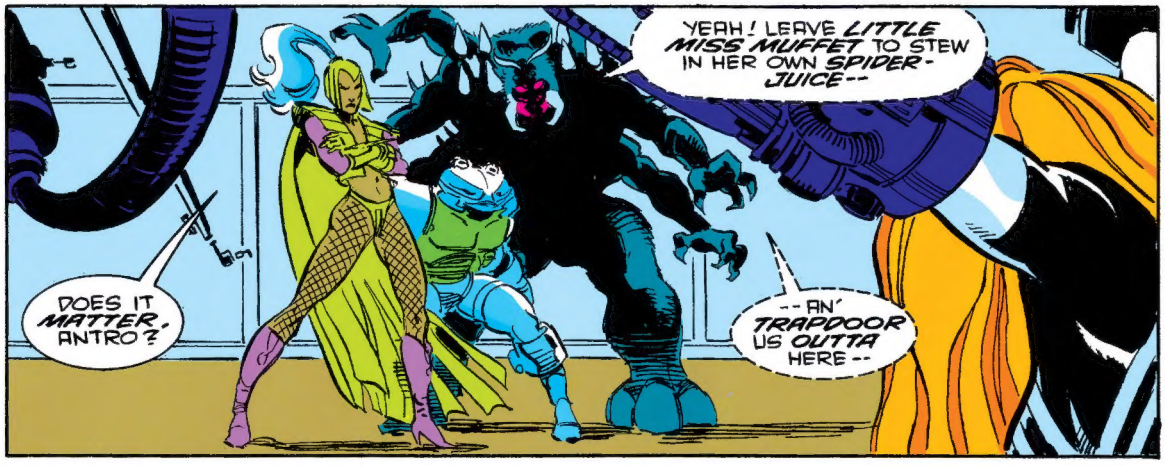
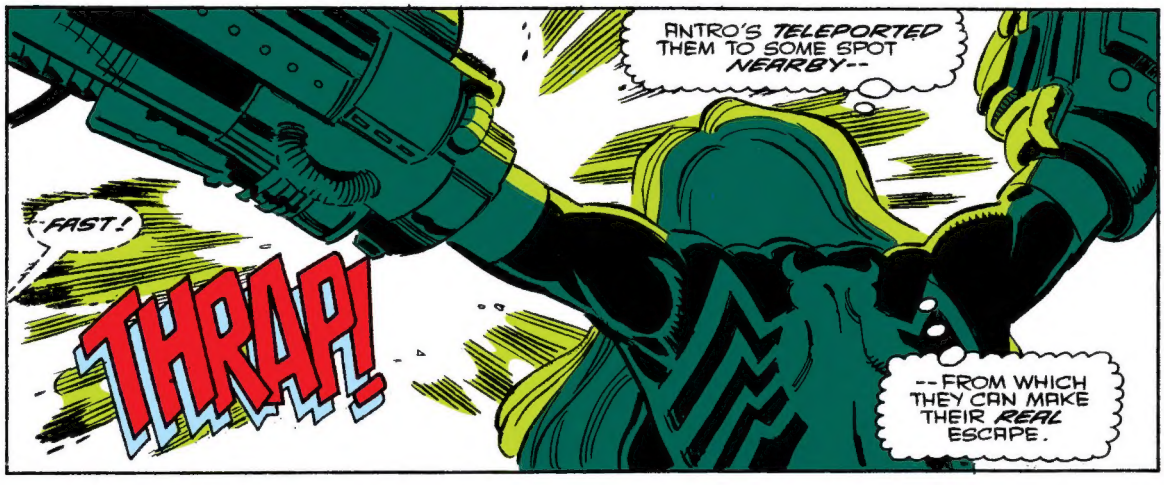

I'M OKAY SO FAR, MOM. THESE GUYS ARE REALLY SILLY-- BUT I CAN CON 'EM!
FOR GOD'S SAKE, DON'T TRY ANYTHING FOOLISH!
WHAT DO YOU MEAN, RACHE?
THESE GUYS KILLED DR. NAPIER!
THEY MAY HAVE MURDERED YOUR GRAND-PARENTS, TOO--!
ACTUALLY, WE DIDN'T BOTHER...
THEY WEREN'T WORTH TRAIPSING THROUGH THE PERUVIAN JUNGLE TO HUNT DOWN.
WE LEFT THEM THERE TO ROT.
ARACHNE-- ANTRO--YOU WERE SCIENTISTS WHEN YOU WORKED FOR THE COMMISSION.
HOW COULD YOU BETRAY HUMANITY --TO CREATE SUPER-POWERED BUFFOONS FOR THE MANIPULATOR?
I WAS BORN POOR IN PERU--
--HOW POOR, MOST AMERICANS CANNOT EVEN IMAGINE.
ALSO -- NEVER UNDERESTIMATE THE ATTRACTION OF CHALLENGING WORK.
YOU'RE BOTH DANCING AROUND THE FACT THAT HE'S TRAPPED YOU.
IF YOU DON'T OBEY, HE'LL WITHHOLD THE ANTIDOTE YOU NEED ON A REGULAR BASIS -- AND YOU'LL DIE!

BUT IN EXCHANGE FOR DOING MY BIDDING, THINK OF THE POWERS THEY'VE RECEIVED SO FAR!
AND THEY'LL HAVE OTHERS, AS SOON AS THE PROPER EXPERIMENTS CAN BE PERFORMED ON AN EXPENDABLE LIKE YOURSELF!
ARACHNE, MY DEAR...?
I'M-- JUST ABOUT--
--READY!
GIVE IT TO 'ER, LADY! GIVE IT TO 'ER GOOD!
ALL IN THE INTEREST OF SCIENCE, OF COURSE.
OF COURSE.
IN CASE YOU'RE WONDERING, JULIA, THIS IS A NEW VERSION OF THE NEURO-TOXIN THAT KILLED NAPIER.
CARSON NAPIER--YOUR COLLEAGUE--
--THE MAN WHO GAVE YOU POWERS!

ONLY BECAUSE THE MANIPULATOR PAID HIM TO.
MATTER OF FACT, WE FOUND THIS RENDITION OF THE FORMULA IN NAPIER'S NOTES.
ALONG WITH AN INTRIGUING WRITTEN HINT THAT, IF IT WERE INJECTED INTO ONE WHO'D BEEN INOCULATED WITH YOUR VARIANT -- IT WOULD PRODUCE PARTICULARLY DRAMATIC RESULTS.
THE MANIPULATOR NATURALLY WANTS TO KNOW WHAT THEY ARE --
-- SO YOU'RE THE ONLY POSSIBLE GUINEA PIG!
HHNNNHHH
THERE! IT'S DONE.
I WONDER HOW LONG IT WILL BE BEFORE THERE'S A --
--REACTION!
AH -- EXCELLENT!
SHE'S ALREADY GOING INTO CONVULSIONS.
I WOULD LOVE TO REMAIN TO WATCH THE PROGRESSION OF HER REACTION TO THE SERUM, BUT ALAS, I'VE EXPENDED ALL THE ENERGY I CAN ON THIS PROJECTION...

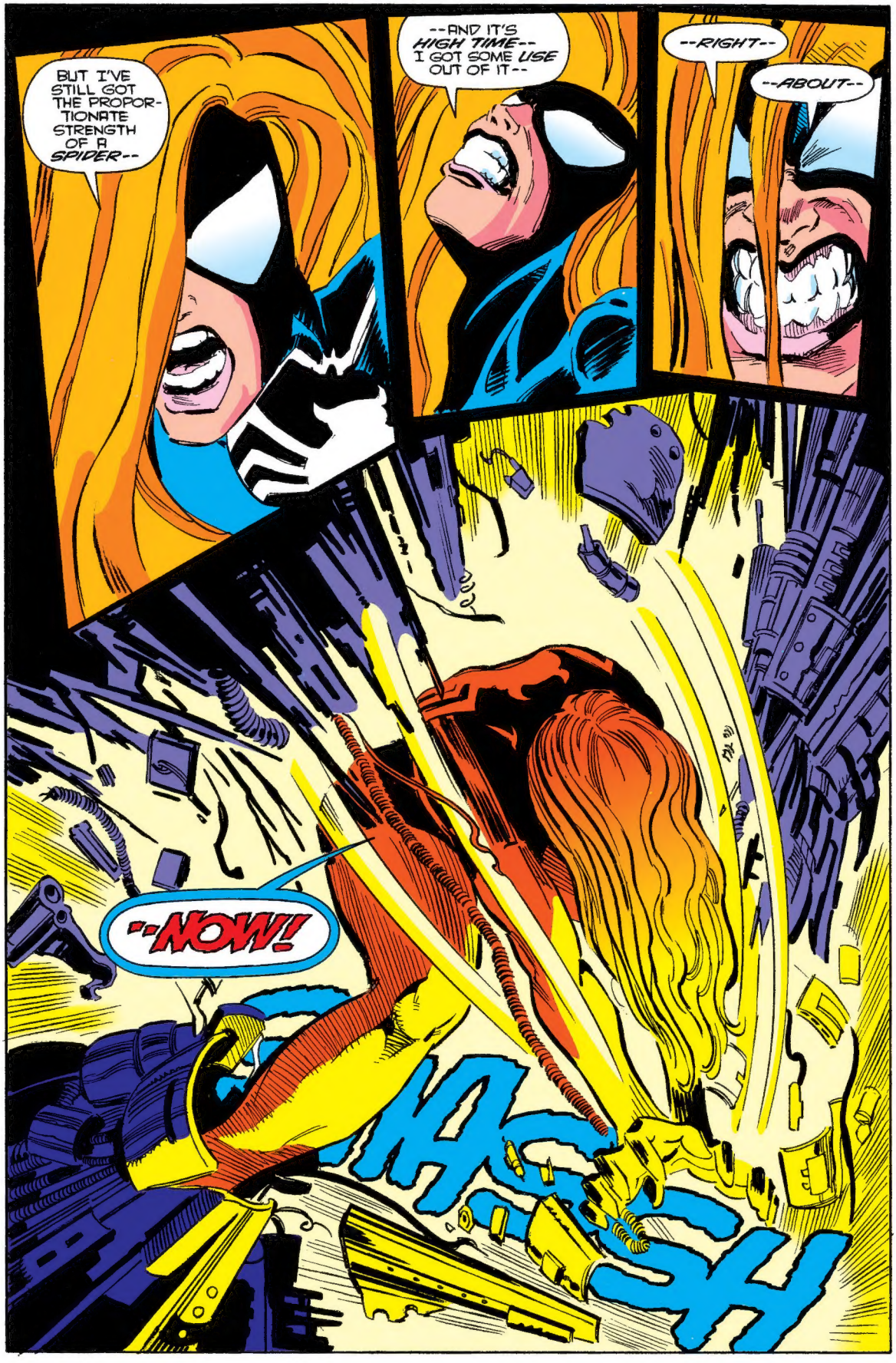

...SO I WILL DEPEND UPON YOU, ARACHNE AND ANTRO, FOR A FULL REPORT LATER.
YOU'LL HAVE IT.
RACHEL--!?
MOM! D-DON'T DO ANYTHING SILLY-- D'YOU HEAR MEEEEE
YOU'D-- BETTER HOPE THIS STUFF-- KILLS ME FAST-- BECAUSE IF IT DOESN'T-- I'M GOING TO--
THEY WERE BOTH-- JUST HOLOGRAMS!
ARRRHH
IT'S REALLY STARTING TO GET TO HER!
BUT-- SOMEBODY'S EVIDENTLY TRYING TO GET TO US, AS WELL! LISTEN!
THUP THUP THUP THUP
HELICOPTERS!
ATTENTION INSIDE! THIS IS THE FBI! YOU HAVE ONE MINUTE TO SURRENDER...
THE FBI? HOW--?

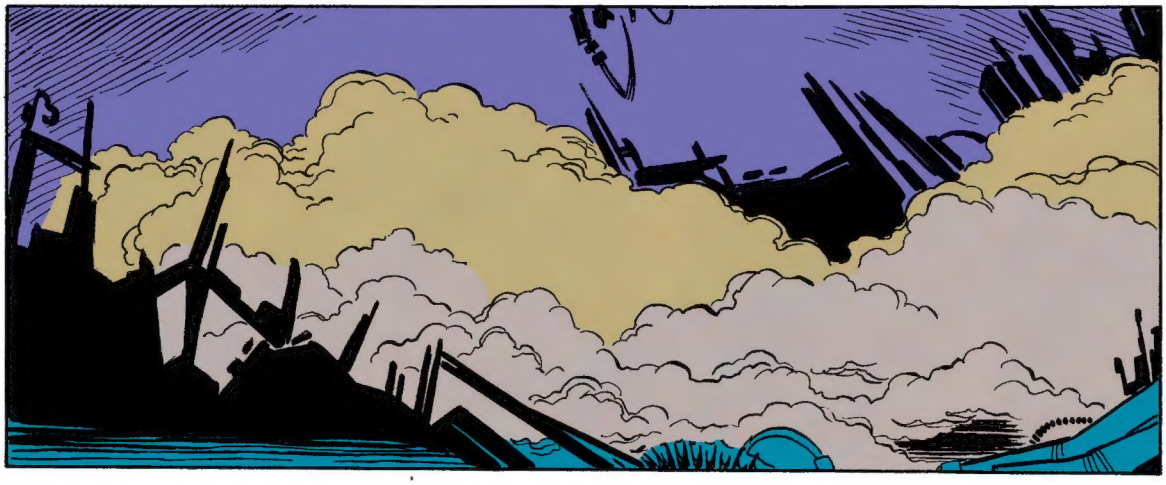

YEAH! LEAVE LITTLE MISS MUFFET TO STEW IN HER OWN SPIDER-JUICE--
DOES IT MATTER, ANTRO?
--AN' TRAPDOOR US OUTTA HERE--


ANTRO'S TELEPORTED THEM TO SOME SPOT NEARBY--
--FAST!
THRAP!
--FROM WHICH THEY CAN MAKE THEIR REAL ESCAPE.

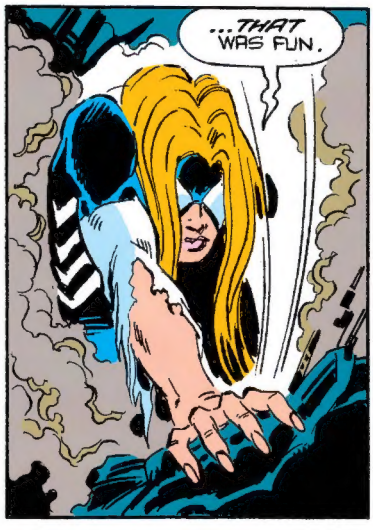
ALL I HAVE TO DO--IS WAIT HERE FOR THE FEDS TO SMASH THEIR WAY IN.
MAYBE--IF I STAY VERY STILL--THE TOXINS WILL SPREAD A BIT MORE SLOWLY THROUGH MY BODY.
MAYBE--

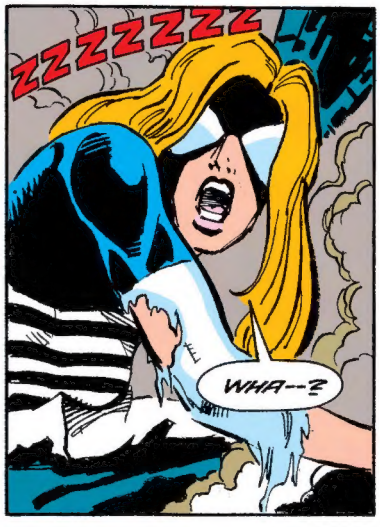
NO!
I WON'T JUST HANG HERE LIKE A SLAB OF MEAT WAITING TO BE CUT DOWN!
MY PSYCHIC WEBS COULDN'T HELP ME NOW--EVEN IF MY HEAD WERE CLEAR ENOUGH TO FORM THEM--

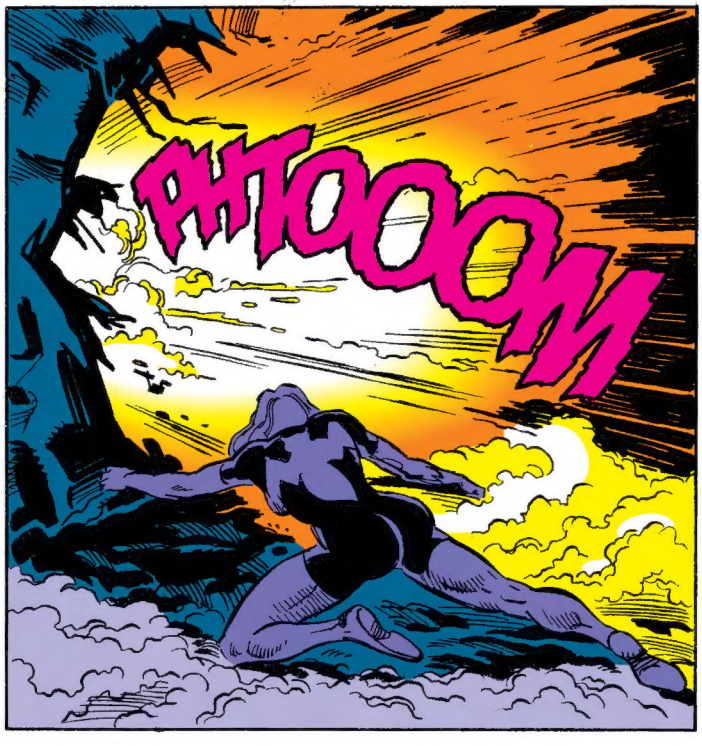

BUT I'VE STILL GOT THE PROPORTIONATE STRENGTH OF A SPIDER--
--AND IT'S HIGH TIME-- I GOT SOME USE OUT OF IT--
--RIGHT--
--ABOUT--
--NOW!
ASH



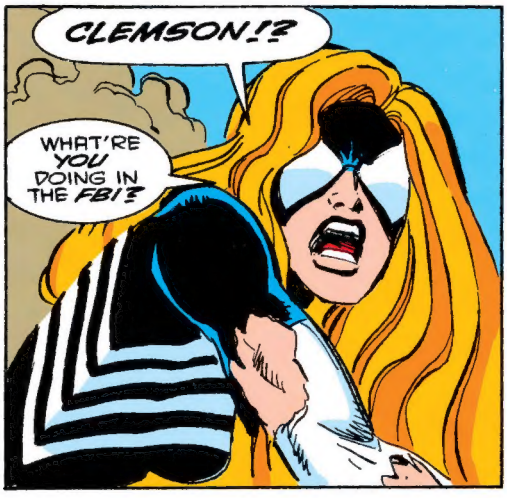
W-WELL...


...THAT WAS FUN.

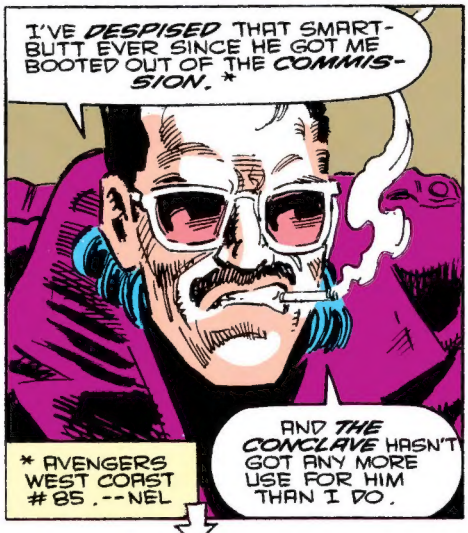

ZZZZZZZZ
WHA--?

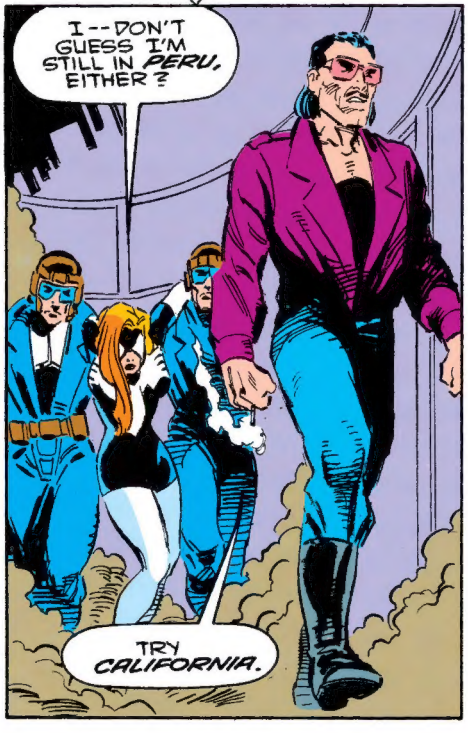

PHTOOOM

GOOD MORNING, JULIA.


CLEMSON!?
WHAT'RE YOU DOING IN THE FBI?

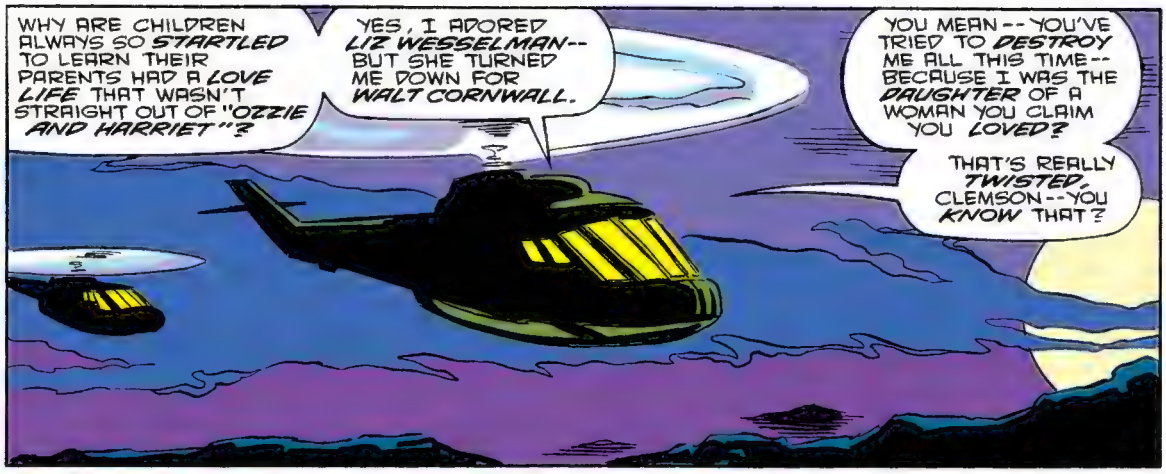
SWEETIE, CLOSEST I'VE EVER BEEN TO BEING IN THE FBI WAS WHEN THEY FINGERPRINTED ME.
NICE JOKE ON THE MANIPULATOR'S LITTLE NEST OF HUMAN SPIDERS, THOUGH, HUH?
HILIARIOUS.

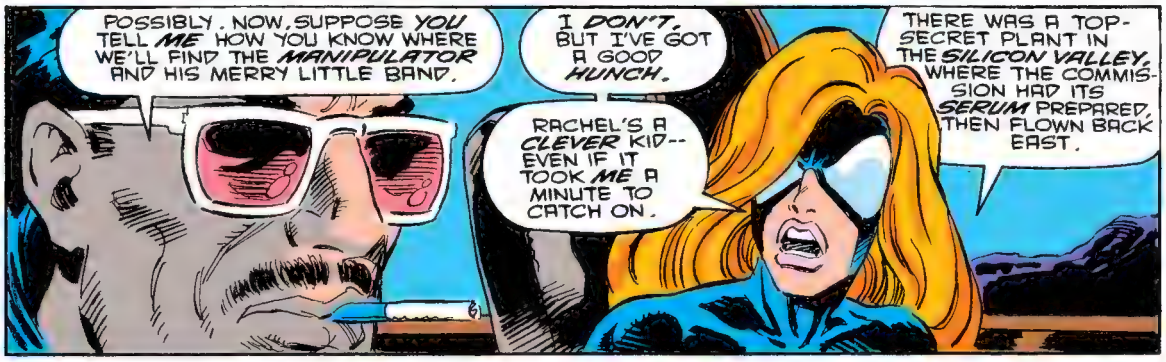

I'VE DESPISED THAT SMART-BUTT EVER SINCE HE GOT ME BOOTED OUT OF THE COMMISSION. *
AND THE CONCLAVE HASN'T GOT ANY MORE USE FOR HIM THAN I DO.
* AVENGERS WEST COAST #85.--NEL

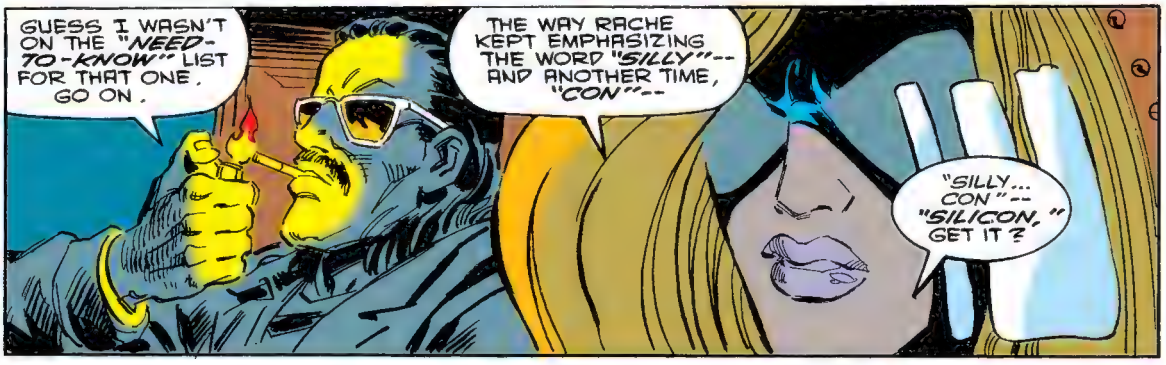

I--DON'T GUESS I'M STILL IN PERU, EITHER?
TRY CALIFORNIA.

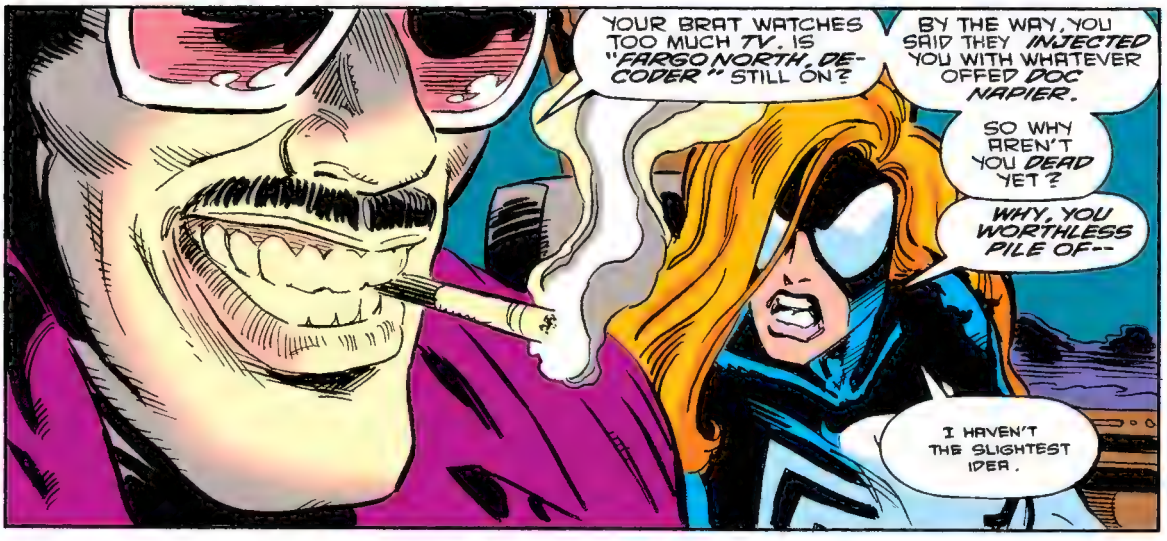
THE MOJAVE DESERT.
THUP THUP THUP
GOOD PLACE FOR A PRIVATE SWAT TEAM TO PULL OFF AN OPERATION WITHOUT MAKING ANY UNWELCOME HEADLINES.
ANY IDEA WHERE MANNY AND HIS MISFITS MIGHT'VE GONE, SWEETIE?
THINK FAST--LIKE, BEFORE THE GRAVES DETAIL GETS OUT THEIR SHOVELS!

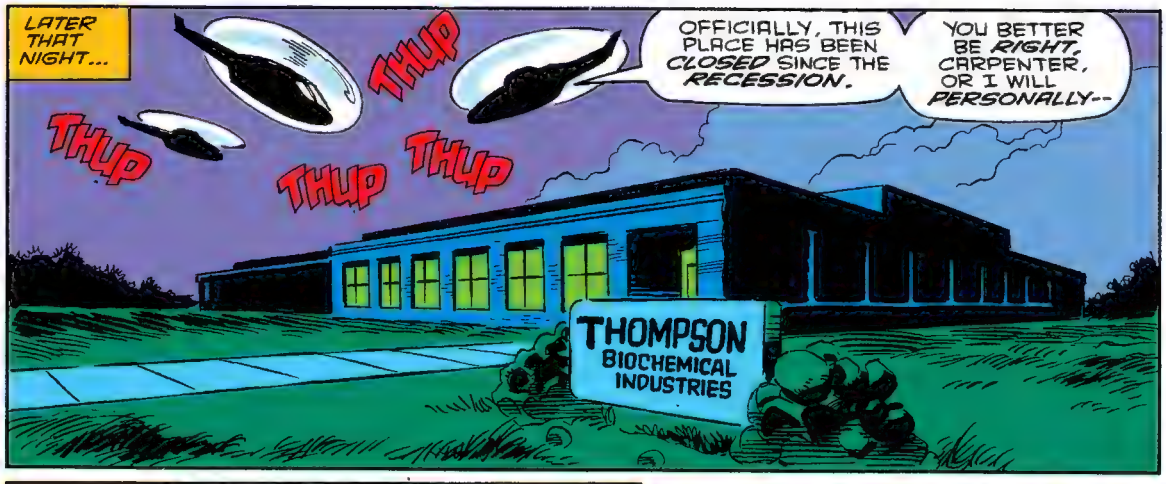
MATTER OF FACT -- I DO.
A LOCATION IN THE SILICON VALLEY.
I CAN TAKE YOU STRAIGHT TO THEM.
LADY, YOU JUST BOUGHT YOURSELF ANOTHER FEW HOURS OF BREATHING.
MINUTES LATER, AS THE REMAINS OF THE MANIPULATOR'S HIDDEN LAB IS DYNAMITED...
YOU STILL WORK FOR THE CONCLAVE, THEN, CLEMSON?
EVERYBODY IN AMERICA DOES-- MOST OF THEM JUST DON'T REALIZE IT, THAT'S ALL.
FROOOM
YOU MIGHT SAY THEY'RE THE POWER BEHIND THE POWER BEHIND THE THRONE.
AND THEY DIDN'T MUCH LIKE IT WHEN THE MANIPULATOR TOOK DEATHWEB AND STARTED IN BUSINESS FOR HIMSELF.
IF ONLY I DIDN'T NEED YOU TO LOCATE THEM--!
YOU'VE ALWAYS HATED ME, HAVEN'T YOU -- EVEN BEFORE VAL COOPER MADE YOU MY WATCHDOG FOR THE COMMISSION!
EVEN BEFORE YOU MET ME!
EVEN BEFORE YOU WERE BORN, SWEETIE.
HUH? THAT'S INSANE!
HOW COULD YOU POSSIBLY--
I HATE YOU--
AS MUCH AS I ONCE LOVED YOUR MOTHER.
WHAT??

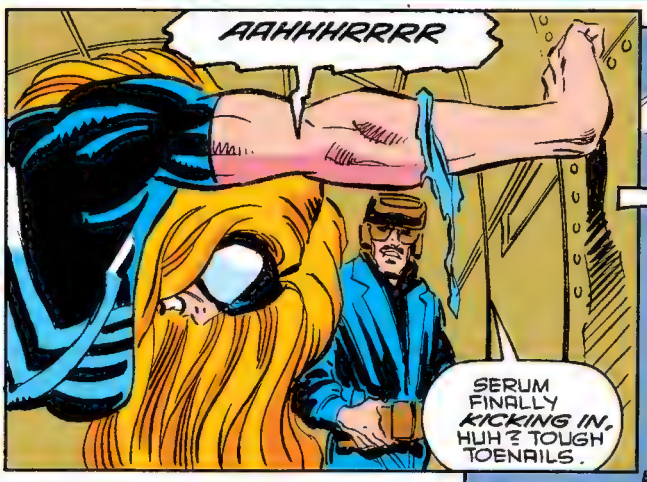

WHY ARE CHILDREN ALWAYS SO STARTLED TO LEARN THEIR PARENTS HAD A LOVE LIFE THAT WASN'T STRAIGHT OUT OF "OZZIE AND HARRIET"?
YES, I ADORED LIZ WESSELMAN-- BUT SHE TURNED ME DOWN FOR WALT CORNWALL.
YOU MEAN -- YOU'VE TRIED TO DESTROY ME ALL THIS TIME-- BECAUSE I WAS THE DAUGHTER OF A WOMAN YOU CLAIM YOU LOVED?
THAT'S REALLY TWISTED, CLEMSON -- YOU KNOW THAT?

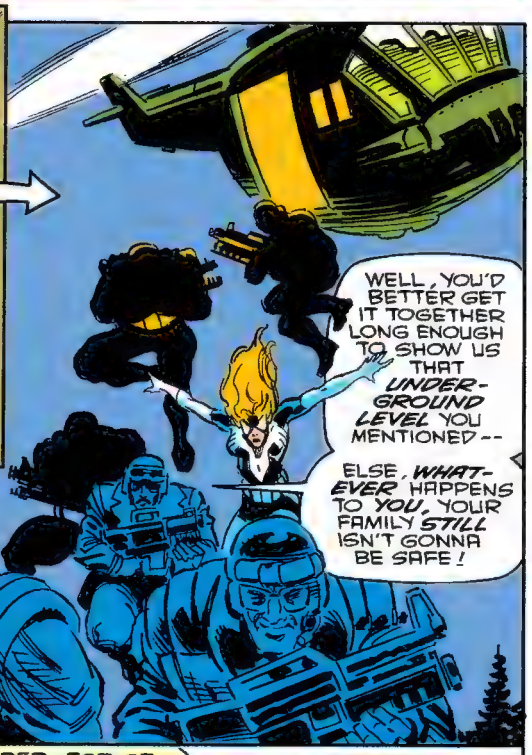

POSSIBLY. NOW, SUPPOSE YOU TELL ME HOW YOU KNOW WHERE WE'LL FIND THE MANIPULATOR AND HIS MERRY LITTLE BAND.
I DON'T, BUT I'VE GOT A GOOD HUNCH.
RACHEL'S A CLEVER KID-- EVEN IF IT TOOK ME A MINUTE TO CATCH ON.
THERE WAS A TOP-SECRET PLANT IN THE SILICON VALLEY, WHERE THE COMMISSION HAD ITS SERUM PREPARED, THEN FLOWN BACK EAST.

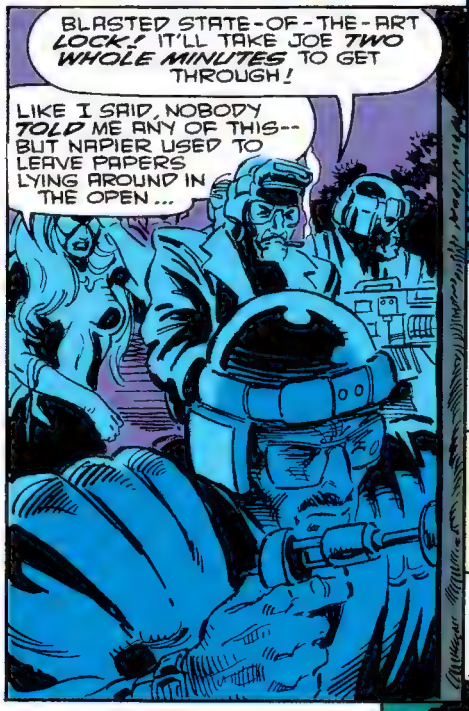

GUESS I WASN'T ON THE "NEED-TO-KNOW" LIST FOR THAT ONE. GO ON.
THE WAY RACHE KEPT EMPHASIZING THE WORD "SILLY"-- AND ANOTHER TIME, "CON"--
"SILLY... CON"-- "SILICON," GET IT?

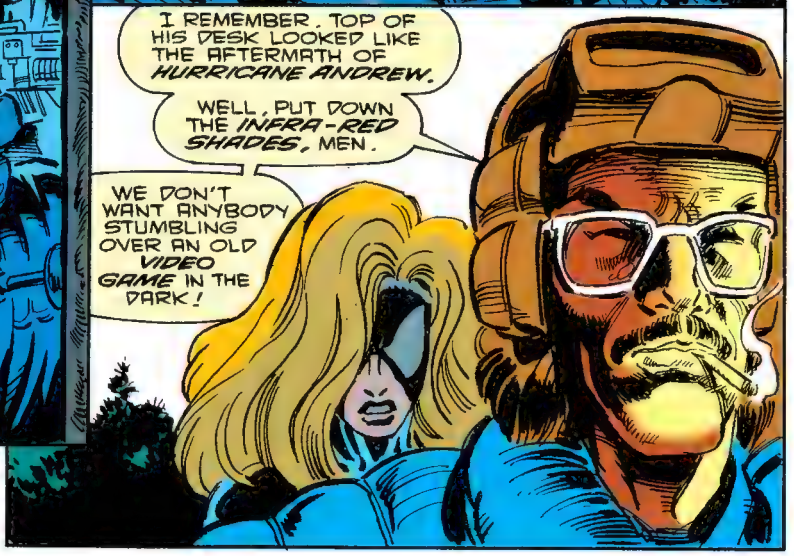

YOUR BRAT WATCHES TOO MUCH TV. IS "FARGO NORTH, DECODER" STILL ON?
BY THE WAY, YOU SAID THEY INJECTED YOU WITH WHATEVER OFFED DOC NAPIER.
SO WHY AREN'T YOU DEAD YET?
WHY, YOU WORTHLESS PILE OF--
I HAVEN'T THE SLIGHTEST IDEA.

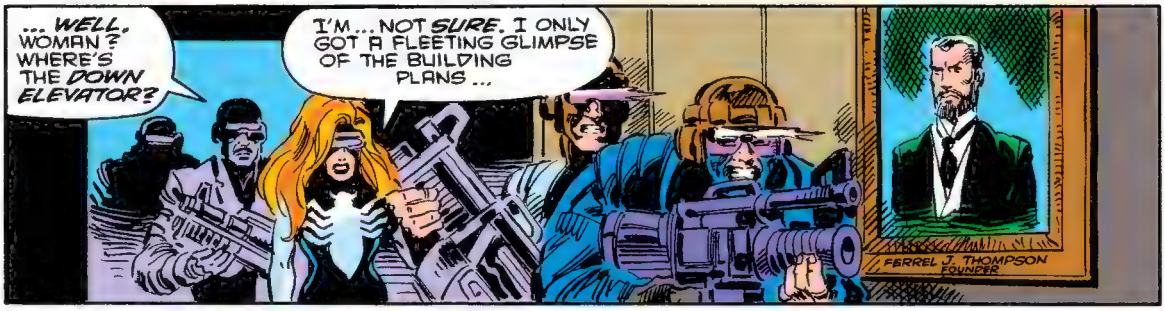

LATER THAT NIGHT...
THUP
THUP
THUP
THUP
OFFICIALLY, THIS PLACE HAS BEEN CLOSED SINCE THE RECESSION.
YOU BETTER BE RIGHT, CARPENTER, OR I WILL PERSONALLY--
THOMPSON BIOCHEMICAL INDUSTRIES

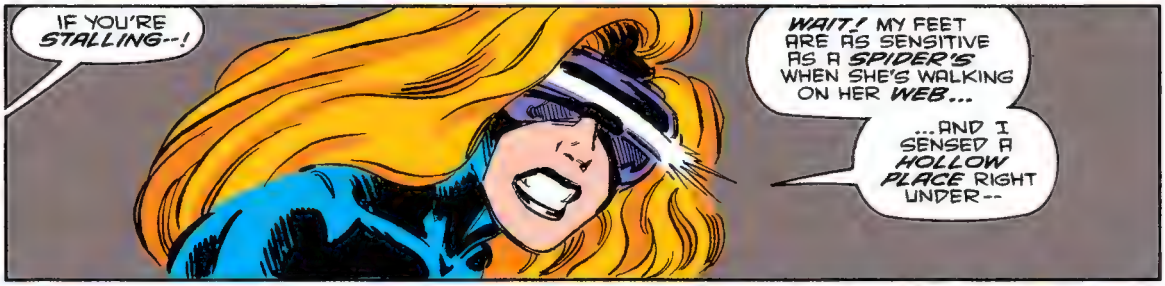

AAHHHRRRR
SERUM FINALLY KICKING IN, HUH? TOUGH TOENAILS.

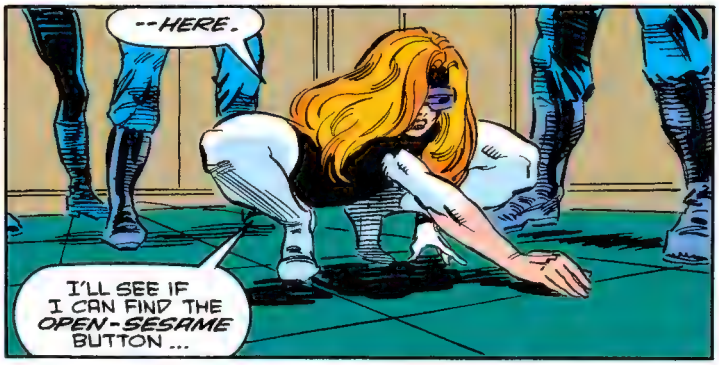

WELL, YOU'D BETTER GET IT TOGETHER LONG ENOUGH TO SHOW US THAT UNDER-GROUND LEVEL YOU MENTIONED--
ELSE, WHATEVER HAPPENS TO YOU, YOUR FAMILY STILL ISN'T GONNA BE SAFE!

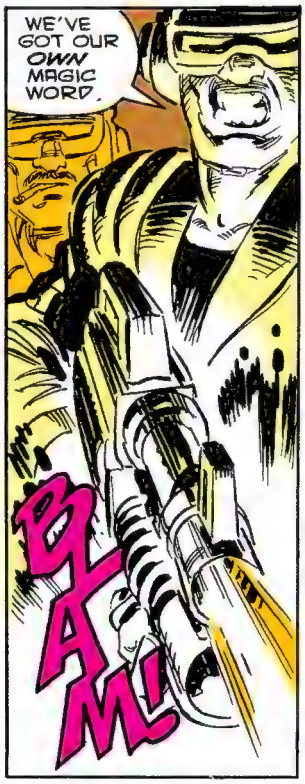

BLASTED STATE-OF-THE-ART LOCK! IT'LL TAKE JOE TWO WHOLE MINUTES TO GET THROUGH!
LIKE I SAID, NOBODY TOLD ME ANY OF THIS-- BUT NAPIER USED TO LEAVE PAPERS LYING AROUND IN THE OPEN...


I REMEMBER. TOP OF HIS DESK LOOKED LIKE THE AFTERMATH OF HURRICANE ANDREW.
WELL, PUT DOWN THE INFRA-RED SHADES, MEN.
WE DON'T WANT ANYBODY STUMBLING OVER AN OLD VIDEO GAME IN THE DARK!


... WELL, WOMAN? WHERE'S THE DOWN ELEVATOR?
I'M... NOT SURE. I ONLY GOT A FLEETING GLIMPSE OF THE BUILDING PLANS...
FERREL J. THOMPSON FOUNDER

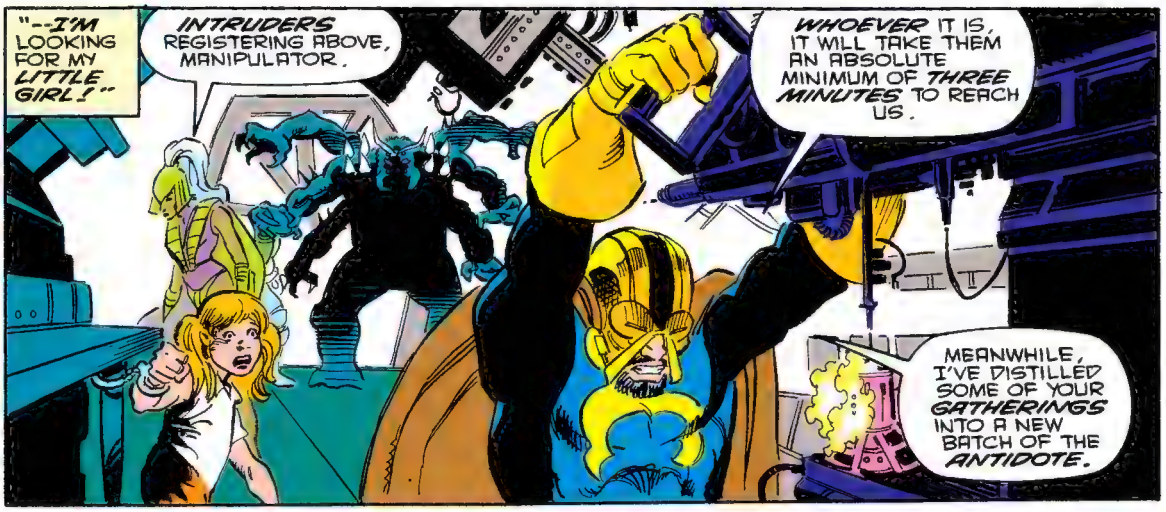

IF YOU'RE STALLING--!
WAIT! MY FEET ARE AS SENSITIVE AS A SPIDER'S WHEN SHE'S WALKING ON HER WEB...
...AND I SENSED A HOLLOW PLACE RIGHT UNDER--

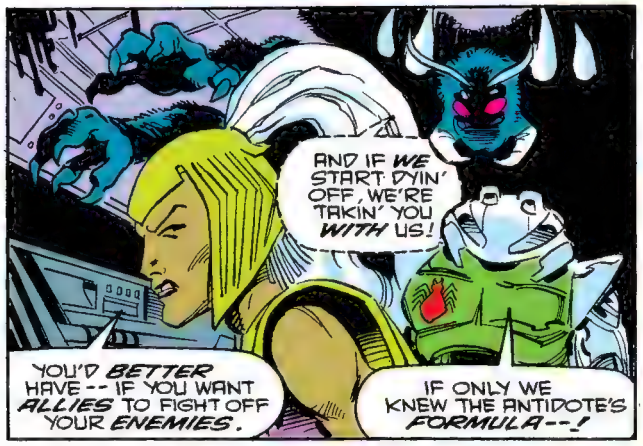

--HERE.
I'LL SEE IF I CAN FIND THE OPEN-SESAME BUTTON...

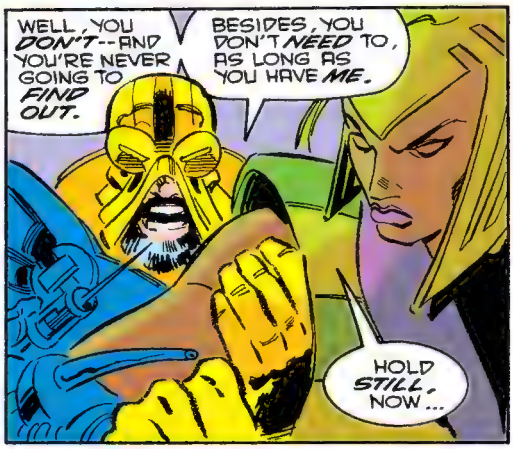

WE'VE GOT OUR OWN MAGIC WORD.
BLAM!

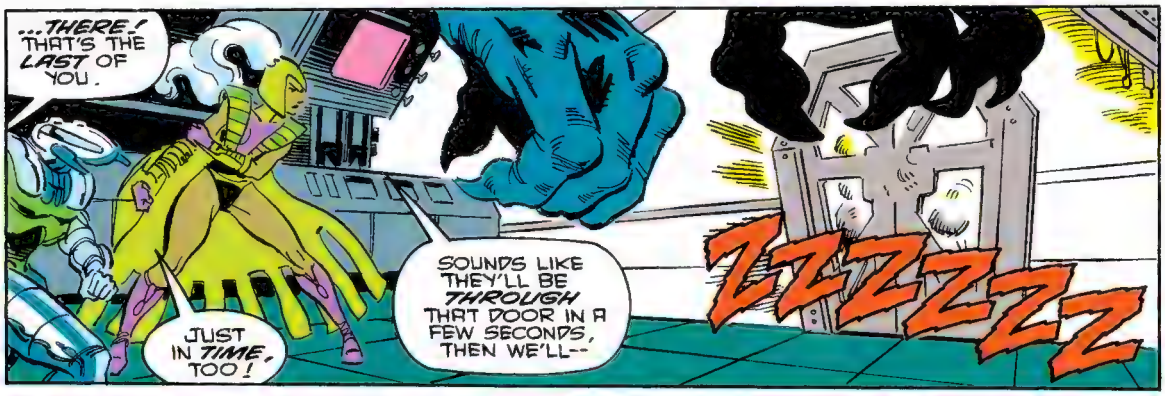
THIS IS IT, ALL RIGHT!
YOU BOYS GO DOWN FIRST, AND CHECK IT OUT...

WE HAVEN'T GOT TIME FOR THAT, CLEMSON.
ULLPP
HANG YOUR MISSION FOR THE CONCLAVE--


"--I'M LOOKING FOR MY LITTLE GIRL!"
INTRUDERS REGISTERING ABOVE, MANIPULATOR.
WHOEVER IT IS, IT WILL TAKE THEM AN ABSOLUTE MINIMUM OF THREE MINUTES TO REACH US.
MEANWHILE, I'VE DISTILLED SOME OF YOUR GATHERINGS INTO A NEW BATCH OF THE ANTIDOTE.

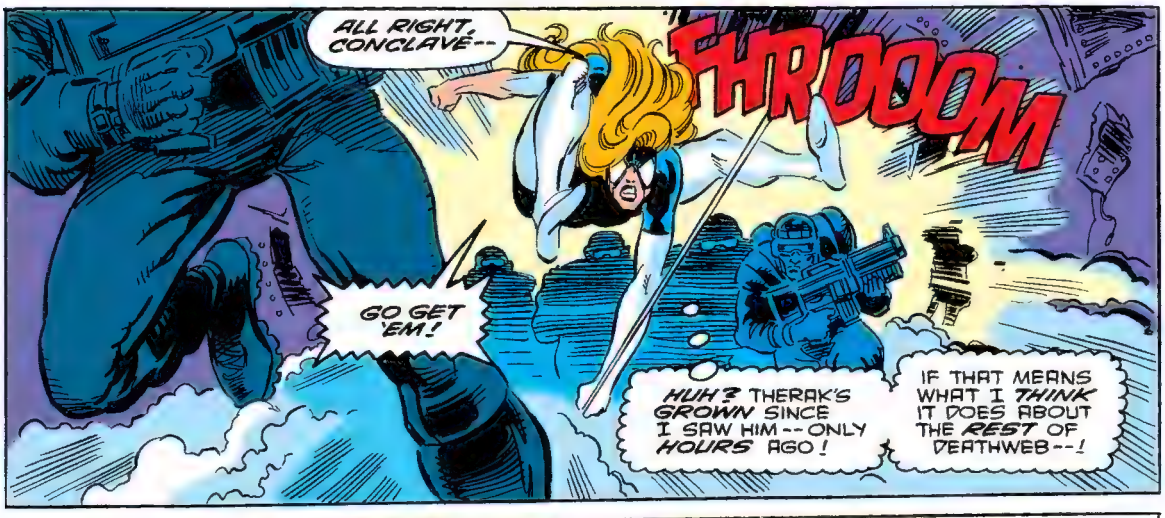

AND IF WE START DYIN' OFF, WE'RE TAKIN' YOU WITH US!
YOU'D BETTER HAVE -- IF YOU WANT ALLIES TO FIGHT OFF YOUR ENEMIES.
IF ONLY WE KNEW THE ANTIDOTE'S FORMULA--!


WELL, YOU DON'T--AND YOU'RE NEVER GOING TO FIND OUT.
BESIDES, YOU DON'T NEED TO, AS LONG AS YOU HAVE ME.
HOLD STILL, NOW...

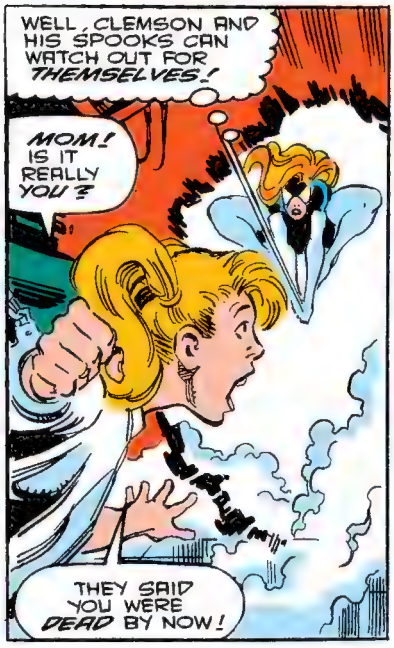

...THERE! THAT'S THE LAST OF YOU.
JUST IN TIME, TOO!
SOUNDS LIKE THEY'LL BE THROUGH THAT DOOR IN A FEW SECONDS, THEN WE'LL--
ZZZZZZ

AAGGGGGG
ALL OF A S-SUDDEN-- I FEEL--SO WEAK!
YOU DID THIS TO US, MANIPULATOR!
WHAT DID YOU PUT IN THAT ANTIDOTE?

PLEASE FORGIVE ME. I COMBINED THE INGREDIENTS IN A NEW WAY--
-- JUST AS AN EXPERIMENT, YOU UNDERSTAND.
YOU'VE GONE TOO FAR NOW!
AND YOU'RE NOT JUST A HOLOGRAM THIS TIME!
I'M GONNA--
WAIT! JUST GIVE THE NEW FORMULA A CHANCE--
--TO TAKE EFFECT!
HHRRGGG
MY GUT--!
FEEL SOMETHING-- HAPPENING TO ME!
LIKE A THOUSAND HAMMERS HITTING INSIDE MY SKULL--!
THE PAIN SHOULD CEASE IN SECONDS! IN FACT, I BELIEVE YOU'LL AGREE IT ALREADY IS--
--AND I THINK YOU'LL FIND IT WAS WORTH IT.
HOLY--! I'M TWICE AS BIG AS I WAS! IF I'M TWICE AS STRONG, TOO--!
MY BRAIN'S TINGLING! YOU MEAN -- MY TRAPDOOR POWERS HAVE BEEN INCREASED?
HE MEANS ALL OUR POWERS HAVE! THIS IS FABULOUS!

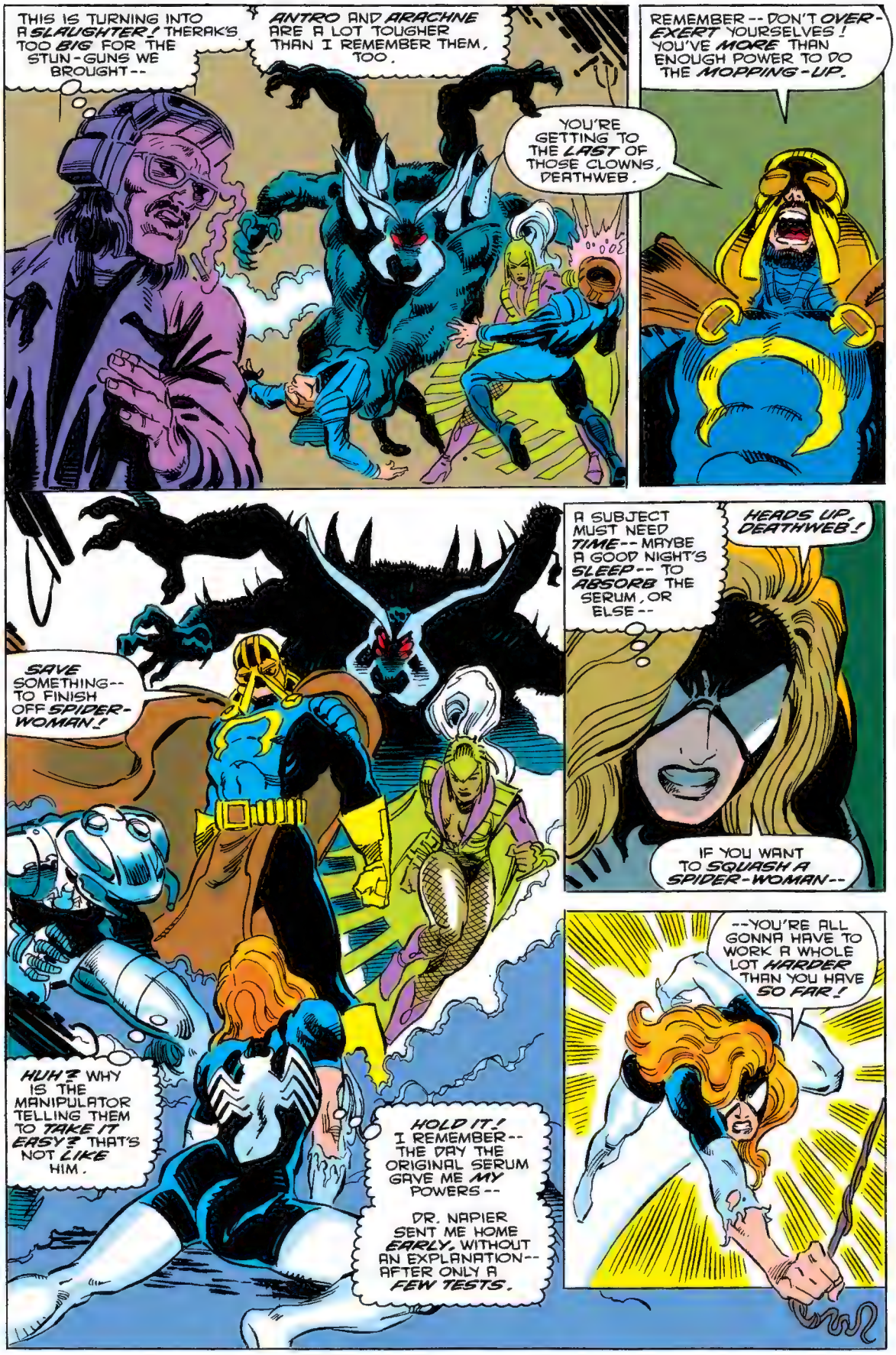

ALL RIGHT, CONCLAVE--
THROOOM
GO GET 'EM!
HUH? THERAK'S GROWN SINCE I SAW HIM--ONLY HOURS AGO!
IF THAT MEANS WHAT I THINK IT DOES ABOUT THE REST OF DEATHWEB--!

JUST WHAT I WAS AFRAID OF!
THIS FIGHT WOULD'VE BEEN TOUCH-AND-GO AT THE BEST OF TIMES--BUT NOW--!

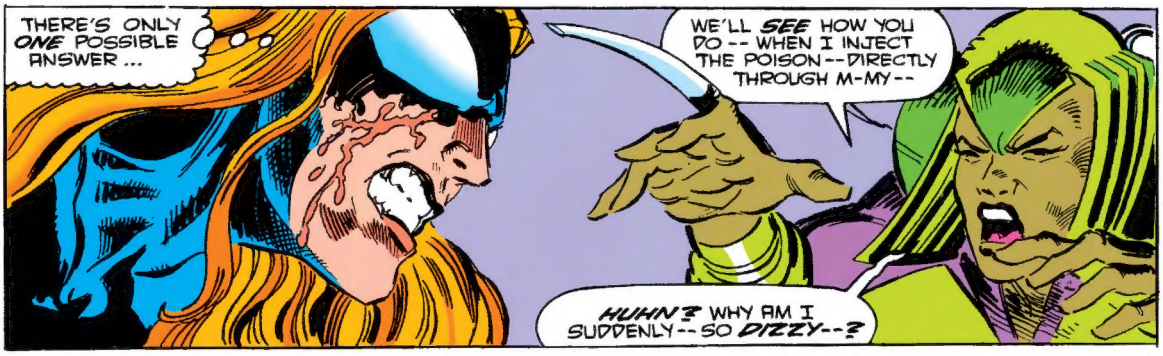

WELL, CLEMSON AND HIS SPOOKS CAN WATCH OUT FOR THEMSELVES!
MOM! IS IT REALLY YOU?
THEY SAID YOU WERE DEAD BY NOW!

THRAP!
MOM?!?

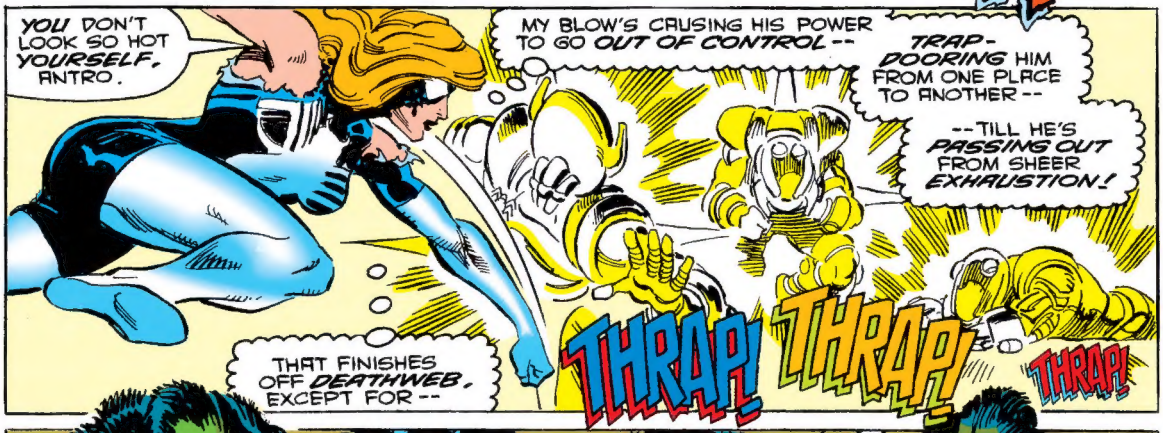
--TO PRECISELY WHERE I WANTED HER TO BE!
I TRAP-DOORED HER, KIDDO--
SOK!
UNNHHH

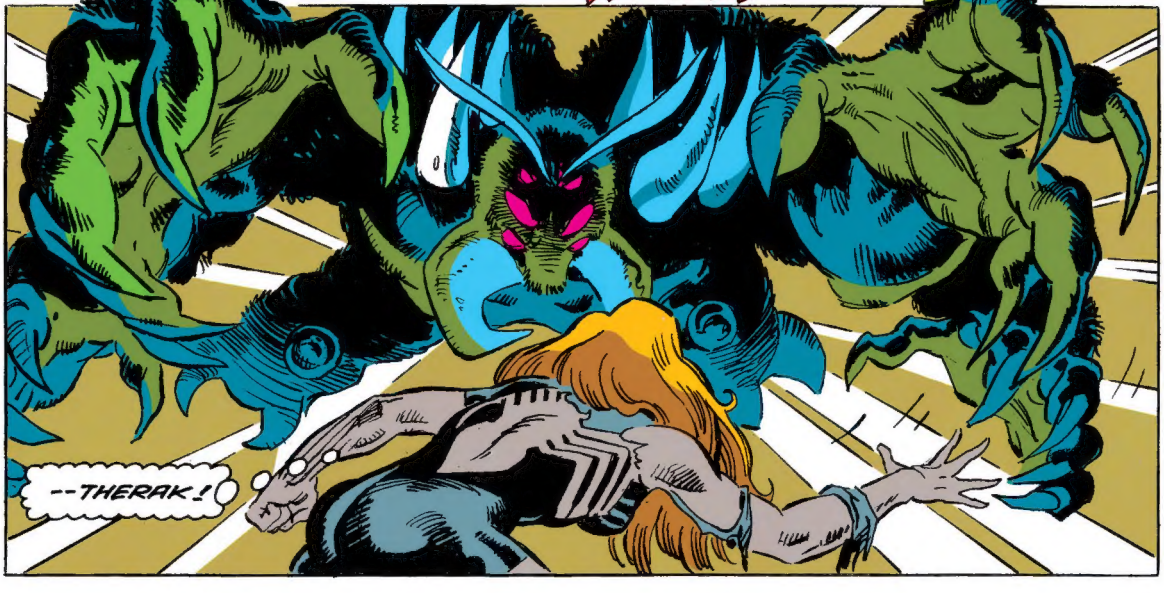

THIS IS TURNING INTO A SLAUGHTER! THERAK'S TOO BIG FOR THE STUN-GUNS WE BROUGHT--
ANTRO AND ARACHNE ARE A LOT TOUGHER THAN I REMEMBER THEM, TOO.
YOU'RE GETTING TO THE LAST OF THOSE CLOWNS, DEATHWEB.
REMEMBER -- DON'T OVER-EXERT YOURSELVES! YOU'VE MORE THAN ENOUGH POWER TO DO THE MOPPING-UP.
SAVE SOMETHING-- TO FINISH OFF SPIDER-WOMAN!
A SUBJECT MUST NEED TIME -- MAYBE A GOOD NIGHT'S SLEEP -- TO ABSORB THE SERUM, OR ELSE --
HEADS UP, DEATHWEB!
IF YOU WANT TO SQUASH A SPIDER-WOMAN--
--YOU'RE ALL GONNA HAVE TO WORK A WHOLE LOT HARDER THAN YOU HAVE SO FAR!
HUH? WHY IS THE MANIPULATOR TELLING THEM TO TAKE IT EASY? THAT'S NOT LIKE HIM.
HOLD IT! I REMEMBER -- THE DAY THE ORIGINAL SERUM GAVE ME MY POWERS --
DR. NAPIER SENT ME HOME EARLY, WITHOUT AN EXPLANATION -- AFTER ONLY A FEW TESTS.

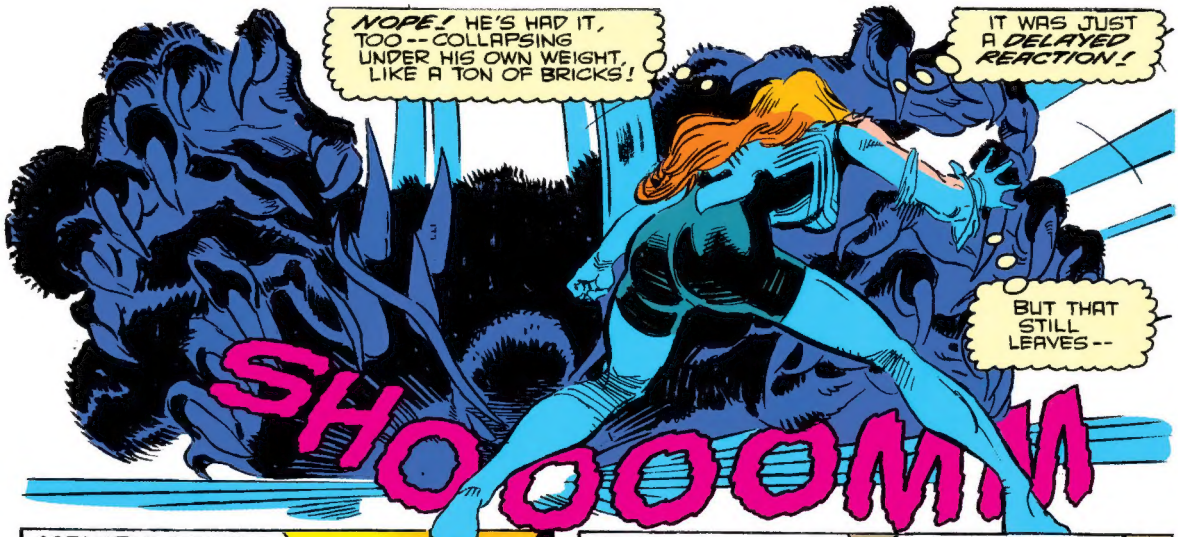
WHAT'S HAPPENING TO THEM-- MAY WELL BE TAKING PLACE INSIDE MY BODY, AS WELL--
THOK
--BUT I'VE GOT TO PROD THEM INTO REALLY STRAINING!
THEY'RE PUTTING THEMSELVES OUT, ALL RIGHT--
BUT THEY'RE LIABLE TO TAKE ME OUT, WHILE THEY'RE AT IT!
SLAMM
UH-OH.
ONLY THING IS -- I'M FEELING STRONGER AS I GO ALONG.
THAP
AND FASTER! I EVEN MANAGED TO DUCK ANTRO'S ATTEMPT TO TELE-PORT ME!
SUCK ON THIS, CARPENTER!
SPLOOSH
ARRRGGG
VENOM-- A DIRECT HIT! NO WAY MY SYSTEM CAN STAND UP TO THAT!
ONLY-- IT DID!
HURTS LIKE FIRE WHERE IT BURNED THROUGH MY OUTFIT-- BUT I SEEM TO BE HEAL-ING ALMOST INSTANTLY--!

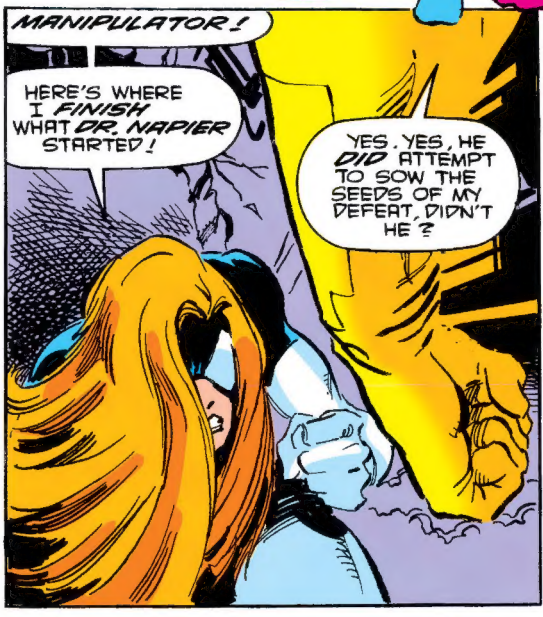

THERE'S ONLY ONE POSSIBLE ANSWER ...
WE'LL SEE HOW YOU DO -- WHEN I INJECT THE POISON -- DIRECTLY THROUGH M-MY --
HUHN? WHY AM I SUDDENLY -- SO DIZZY --?

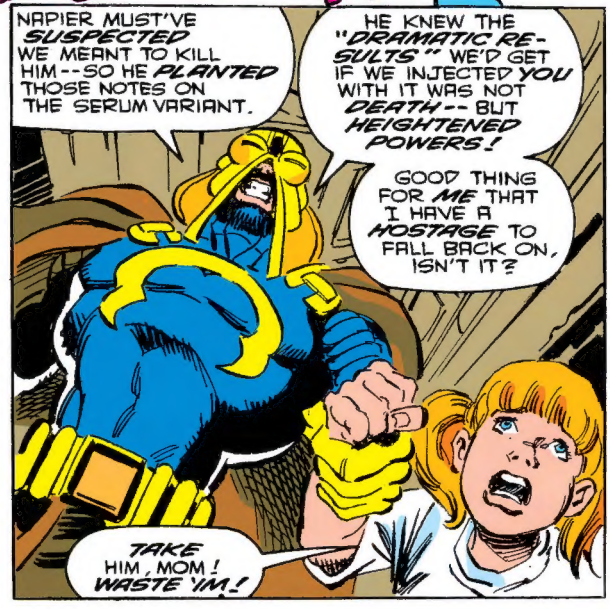
TOO BAD YOU LET YOUR LOVE OF POWER BLIND YOUR SCIENTIST'S EYE, ARACHNE.
OTHERWISE, YOU'D HAVE LISTENED TO YOUR BOSS-MAN.
THWAK


YOU DON'T LOOK SO HOT YOURSELF, ANTRO.
MY BLOW'S CAUSING HIS POWER TO GO OUT OF CONTROL --
TRAP-DOORING HIM FROM ONE PLACE TO ANOTHER --
-- TILL HE'S PASSING OUT FROM SHEER EXHAUSTION!
THAT FINISHES OFF DEATHWEB, EXCEPT FOR --
THRAP!
THRAP!
THRAP!


-- THERAK!

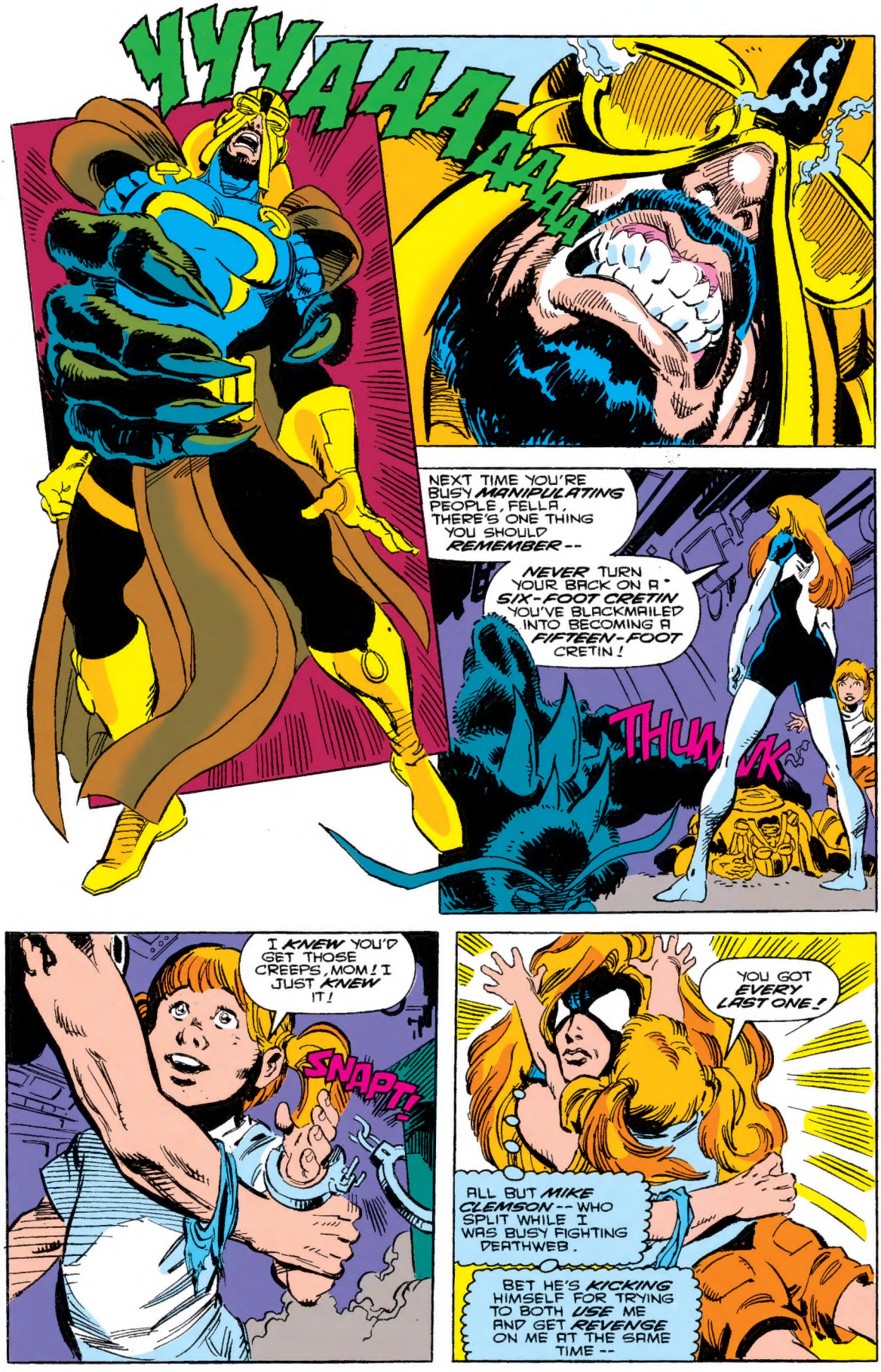

NOPE! HE'S HAD IT, TOO -- COLLAPSING UNDER HIS OWN WEIGHT, LIKE A TON OF BRICKS!
IT WAS JUST A DELAYED REACTION!
BUT THAT STILL LEAVES --
SHOOOOM!!

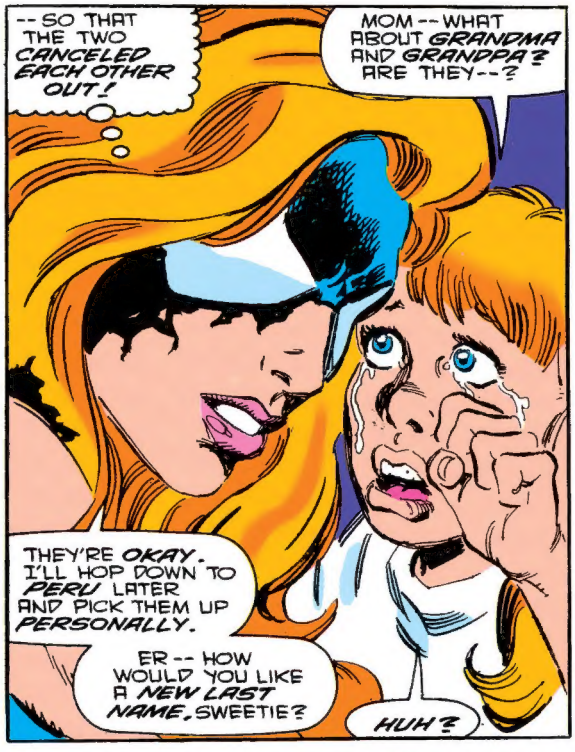

MANIPULATOR!
HERE'S WHERE I FINISH WHAT DR. NAPIER STARTED!
YES. YES, HE DID ATTEMPT TO SOW THE SEEDS OF MY DEFEAT, DIDN'T HE?

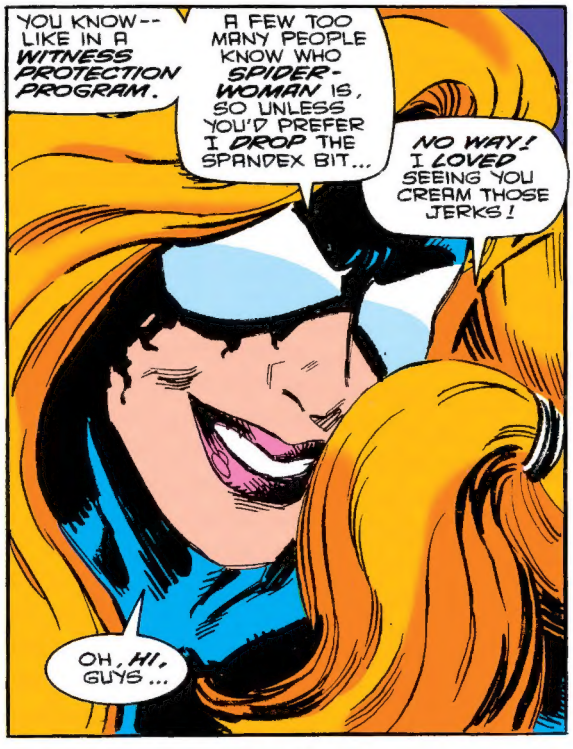

NAPIER MUST'VE SUSPECTED WE MEANT TO KILL HIM -- SO HE PLANTED THOSE NOTES ON THE SERUM VARIANT.
HE KNEW THE "DRAMATIC RESULTS" WE'D GET IF WE INJECTED YOU WITH IT WAS NOT DEATH -- BUT HEIGHTENED POWERS!
GOOD THING FOR ME THAT I HAVE A HOSTAGE TO FALL BACK ON, ISN'T IT?
TAKE HIM, MOM! WASTE 'IM!

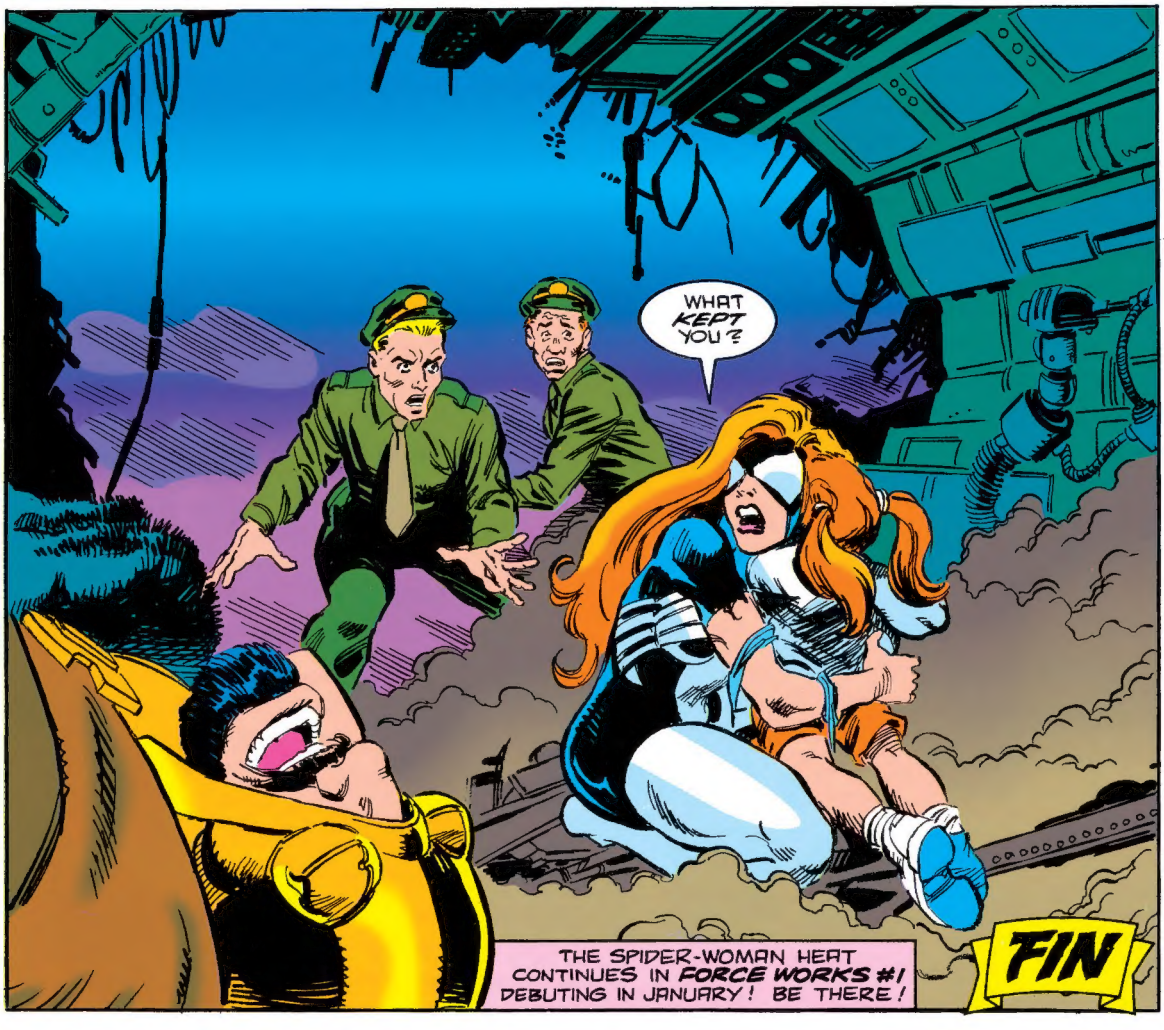
I -- I CAN'T, RACHE -- NOT WHILE HE'S GOT YOU!
YOU CAN GO, MANIPULATOR. JUST DON'T HURT HER!
OH, I'LL GO, ALL RIGHT --

-- BUT I'M SURE YOU'LL UNDERSTAND THAT I DON'T DARE LEAVE YOU ALIVE.
NOW, LET'S SEE -- WHERE DID I LEAVE THAT HANDGUN...?


YYYAAAAAAA
NEXT TIME YOU'RE BUSY *MANIPULATING* PEOPLE, FELLA, THERE'S ONE THING YOU SHOULD *REMEMBER* --
NEVER TURN YOUR BACK ON A *SIX-FOOT CRETIN* YOU'VE BLACKMAILED INTO BECOMING A *FIFTEEN-FOOT* CRETIN!
THUNK
I *KNEW* YOU'D GET THOSE CREEPS, MOM! I JUST *KNEW* IT!
SNAP!
YOU GOT *EVERY LAST ONE!*
ALL BUT *MIKE CLEMSON* -- WHO SPLIT WHILE I WAS BUSY FIGHTING DEATHWEB.
BET HE'S *KICKING* HIMSELF FOR TRYING TO BOTH *USE* ME AND GET *REVENGE* ON ME AT THE SAME TIME --


--SO THAT THE TWO CANCELED EACH OTHER OUT!
MOM--WHAT ABOUT GRANDMA AND GRANDPA? ARE THEY--?
THEY'RE OKAY. I'LL HOP DOWN TO PERU LATER AND PICK THEM UP PERSONALLY.
ER--HOW WOULD YOU LIKE A NEW LAST NAME, SWEETIE?
HUH?


YOU KNOW--LIKE IN A WITNESS PROTECTION PROGRAM.
A FEW TOO MANY PEOPLE KNOW WHO SPIDER-WOMAN IS, SO UNLESS YOU'D PREFER I DROP THE SPANDEX BIT...
NO WAY! I LOVED SEEING YOU CREAM THOSE JERKS!
OH, HI, GUYS...


WHAT KEPT YOU?
THE SPIDER-WOMAN HEAT CONTINUES IN FORCE WORKS #1 DEBUTING IN JANUARY! BE THERE!
FIN